

EXHIBIT D

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

CALEDONIAN BANK LTC.,
CALEDONIAN SECURITIES LTD.,
CLEAR WATER SECURITIES, INC.,
LEGACY GLOBAL MARKETS S.A., and
VERDMONT CAPITAL, S.A.

Defendants.

Civ. No.15-cv-894 (WHP)

VIDEOTAPED DEPOSITION OF TAYLOR HOUSSEY

London, United Kingdom

April 7, 2016

Reported by:

Audrey Shirley,

QRR, ACR, MBIVR

JOB No. 1604070J

10:00:15 1 firm. Is ...

10:00:16 2 A. Yes, that -- that's correct.

10:00:17 3 Q. And then do you recall when in
10:00:20 4 2015 you received your portion of the \$600,000
10:00:25 5 dividend that Mr. Fisher discussed yesterday?

10:00:28 6 A. It -- it was approximately
10:00:30 7 \$600,000. Very close to that, but it wasn't
10:00:35 8 exactly 600,000 --

10:00:35 9 Q. Yeah.

10:00:36 10 A. -- but I don't -- to my
10:00:37 11 recollection. And when was it paid? I don't
10:00:47 12 know -- I don't -- I -- I would -- you know what
10:00:51 13 I don't know exactly. I'm going to guess the
10:00:53 14 first half of the year but --

10:00:54 15 MR. ZITO: Please don't guess.

10:00:55 16 THE WITNESS: Okay. I -- I don't know
10:00:56 17 the exact date.

10:01:02 18 BY MR. BENTSEN:

10:01:02 19 Q. Okay. And what was your salary in
10:01:04 20 2015?

10:01:05 21 A. I received \$1,000 a month.

10:01:09 22 Q. So, fair to say that a bulk of
10:01:12 23 your compensation was based on the dividends?

10:01:15 24 A. Yeah --

10:01:16 25 Q. Okay.

10:01:17 1 A. -- that was -- yes.

10:01:17 2 Q. Do you recall what the amount of
10:01:22 3 the dividend was in 2014? Oh, let me actually
10:01:28 4 stop that. Was there a dividend in 2014 to your
10:01:31 5 recollection?

10:01:31 6 A. I believe so. I -- I believe we
10:01:34 7 paid a dividend every year with the exception of
10:01:37 8 2008, which was a -- a bad year, and we waived it
10:01:42 9 that year.

10:01:43 10 Q. Okay. Do you recall approximately
10:01:45 11 what the dividend was in 2014?

10:01:53 12 A. I -- I don't.

10:01:54 13 Q. Okay. How was the amount of
10:01:57 14 dividend determined by Verdmont?

10:02:00 15 A. It was determined by the Board of
10:02:05 16 Directors and it was determined by profits, how
10:02:07 17 much -- how much retained earnings there were.

10:02:10 18 Q. How many directors did Verdmont
10:02:11 19 have?

10:02:14 20 A. Three.

10:02:14 21 Q. I assume yourself and Mr. Fisher?

10:02:17 22 A. That's correct.

10:02:18 23 Q. And who was the third?

10:02:21 24 A. Matt Hocker.

10:02:24 25 Q. And if I'm recalling correctly,